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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON D.C. 20549
FORM 10-Q

(Mark One)

X QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

H92-2230

For the quarterly period ended March 31, 1992

___ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____
Commission file number: 0-18478

Integrated Waste Services, Inc.
(Exact name of registrant as specified in its charter)

New York	16-1347088
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
201 Ganson Street, Buffalo, N.Y.	14203
(Address of principal executive offices)	(Zip code)

Registrant's telephone number, including area code (716)-852-2345

(Former name address & fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports, and (2) has been subject to such filing requirements for the past 90 days. Yes X No ___

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court.

Yes _____ No_____

APPLICABLE ONLY TO CORPORATE ISSUERS:

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of the latest practicable date. Common Stock $.01 par value, 7,848,500 shares outstanding as of May 12, 1992.

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INTEGRATED WASTE SERVICES, INC. AND SUBSIDIARIES

INDEX

	PAGE NO.
PART I FINANCIAL INFORMATION	
ITEM 1 - FINANCIAL STATEMENT (Unaudited)	
Consolidated Balance Sheets - March 31, 1992 and December 31, 1991	1,2
Consolidated Statements of Income - Three Months Ended March 31, 1992 and March 31, 1991.	3
Consolidated Condensed Statements of Cash Flow - Three Months Ended March 31, 1992 and March 31, 1991.	4
Notes to Consolidated Condensed Financial Statements	5
ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS	5,6,7,8
PART II OTHER INFORMATION	
ITEM 6 - EXHIBITS AND REPORTS ON FORM 8K	NONE
Signatures	8

INTEGRATED WASTE SERVICES, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

ASSETS

	March 31, 1992 (unaudited)	December 31, 1991
CURRENT ASSETS:		
Cash	$ 715,357	$ 727,898
Certificate of deposit, used as collateral for performance bond	1,029,320	3,111,791
Accounts receivable, less allowance of $300,000 for possible losses in both 1992 and 1991 respectively	7,709,902	6,854,054
Accounts receivable - employee	273,000	273,000
Prepaid expenses and other	1,837,544	1,395,435
Costs and estimated earnings in excess of billings on uncompleted contracts	1,083,723	1,119,979
TOTAL CURRENT ASSETS	12,648,846	13,482,157
PROPERTY AND EQUIPMENT:		
Cost	40,051,848	36,677,255
Accumulated depreciation	(7,375,537)	(6,341,596)
NET PROPERTY AND EQUIPMENT	32,676,311	30,335,659
OTHER ASSETS:		
Unrecovered cost of Countywide waste disposal site sold December, 1989	3,667,264	3,764,399
Investments in net assets of and advances to equity affiliates		2,706,299
Other investments	235,659	235,659
Deposits and other, net of accumulated amortization of $407,099 and $322,193 for 1992 and 1991, respectively	3,716,358	1,621,206
TOTAL OTHER ASSETS	7,619,281	8,327,563
	$ 52,944,438	$52,145,379

See accompanying notes to consolidated condensed financial statement

INTEGRATED WASTE SERVICES, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

LIABILITIES AND SHAREHOLDERS' EQUITY

	March 31, 1992 (unaudited)	December 31, 1991
CURRENT LIABILITIES:		
Accounts payable	$2,118,436	$2,441,954
Accrued expenses:		
Taxes	(318,832)	513,259
Other	697,728	545,275
Billings in excess of costs and estimated earnings on uncompleted contracts	49,509	85,046
Current maturities of long-term debt	3,206,082	2,895,982
TOTAL CURRENT LIABILITIES	5,752,923	6,481,516
LONG-TERM DEBT, less current maturities	11,043,524	10,270,223
DEFERRED INCOME TAXES	1,660,265	1,661,000
OTHER LONG-TERM LIABILITIES	1,034,772	317,564
	19,491,484	18,730,303
SHAREHOLDERS' EQUITY:		
Preferred stock, $.01 par value shares authorized 5,000,000; none issued		
Common stock, $.01 par value - shares authorized, 20,000,000; issued and outstanding , 7,848,500 in 1992 and 7,846,500 in 1991 40,000 shares held in escrow in 1992 and 1991)	78,485	78,465
Additional paid-in capital	29,109,767	29,099,788
Cumulative translation adjustment	(33,027)	(12,381)
Retained earnings	4,297,729	4,249,204
TOTAL SHAREHOLDERS' EQUITY	33,452,954	33,415,076
	$52,944,438	$52,145,379

See accompanying notes to consolidated condensed financial statement

INTEGRATED WASTE SERVICES, INC. AND SUBSIDIARIES

CONSOLIDATED CONDENSED STATEMENTS OF INCOME

(UNAUDITED)

	Three Months ended March 31,	
	1992	1991
REVENUES	$8,482,101	$5,964,780
COST OF OPERATIONS	6,534,336	4,160,870
GROSS PROFIT	1,947,765	1,803,910
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	1,706,174	1,071,421
OTHER INCOME (EXPENSE):		
Interest expense	(144,727)	(132,608)
Interest income	53,159	55,550
Minority interest	(69,498)	-
Income before taxes on income	80,525	655,431
TAXES ON INCOME	32,000	275,281
NET INCOME	48,525	380,150
NET INCOME PER SHARE OF COMMON STOCK	$ .01	$ .06
WEIGHTED AVERAGE NUMBER OF COMMON AND COMMON EQUIVALENT SHARES OUTSTANDING	8,343,308	6,141,599

INTEGRATED WASTE SERVICES, INC. AND SUBSIDIARIES

See accompanying notes to consolidated condensed financial statement

CONSOLIDATED CONDENSED STATEMENT OF CASH FLOWS
(UNAUDITED)

	Three Months ended March 31,	
	1992	1991
NET CASH PROVIDED BY OPERATING ACTIVITIES:	$(1,517,211)	$2,076,845
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from sale of assets	-	353,953
Purchase of land, land options, property and equipment	(1,941,218)	(2,445,592)
Investments activities and advances to/from affiliates	-	-
Decrease in investment in certificate of deposit	2,082,471	64,609
(Increase) decrease in unrecovered costs of waste disposal site	97,135	(91,719)
NET CASH USED BY INVESTING ACTIVITIES	238,388	(2,118,749)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from long term debt	1,890,324	1,112,770
Principal payments on long term debt	(806,923)	(1,013,646)
Payments of demand loans	-	(20,000)
Proceeds from stock options exercised	10,000	-
NET CASH PROVIDED BY FINANCING ACTIVITIES	1,093,401	79,124
NET INCREASE (DECREASE) IN CASH	(185,422)	37,220
CASH BEGINNING OF YEAR	900,779	11,506
CASH END OF PERIOD	$ 715,357	$ 48,726

See accompanying notes to consolidated condensed financial statement

Integrated Waste Services, Inc. and Subsidiaries
Notes to Consolidated Condensed Financial Statements
(Unaudited)

1. The consolidated financial statements included herein have been prepared by Integrated Waste Services, Inc. ("the Company"), without audit, pursuant to the rules and regulations of the Securities and Exchange Commission and include all adjustments which are, in the opinion of management, necessary for a fair presentation. The condensed consolidated financial statement includes the accounts of the Company and its subsidiaries. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations. The Company believes that the disclosures are adequate to make the information presented not misleading; however, it is suggested that these financial statements be read in conjunction with the Company's Annual Report on Form 10-K for the year ended December 31, 1991. The financial data for the interim periods may not necessarily be indicative of results to be expected for the year.

2. Earnings per share

Earnings per share for the three months ended March 31, 1992, and 1991 were based on the weighted average number of common equivalent shares outstanding during the period. Common equivalent shares were determined under the treasury stock method.

ITEM 2 Management's discussion and analysis of financial condition and results of operations.

REVENUES

Revenues increased by approximately $2,517,000 or 42.2% for the first three months of 1992 as compared to the first three months of 1991. The revenue at the Buffalo Transfer Station increased by approximately $50,000 or 3.6% in the first three months of 1992 as compared to the first three months of 1991. The Company pursuant to a management agreement dated October 1, 1991 began managing a transfer station located in Ontario, Canada. The Ontario Transfer Station generated revenue of approximately $495,000 in the first three months of 1992. In November 1992, the Company purchased 50% of the stock of Conwaste, Inc. and Cougar Disposal Inc. and recorded revenue of approximately $867,000 from these companies in the first three months of 1992. Revenue from the Company's waste collection business increased by approximately $938,000 or 221% as the Company has increased its customer base in Western New York and has extended its market area into Southern Ontario, Canada. In 1992, the Company began a Trucking and Brokerage division which generated

approximately $807,000 in revenue for the first three months of 1992. The Company's materials recovery facility became fully operational in the third quarter of 1991. Revenues from this division increased by approximately $150,000 or 135% from the first quarter of 1991. Revenues increased by $263,000 or 43.9% at the landfill, attributable to increases in both volume and prices. The Company derived revenue of approximately $308,000 from its truck dismantling and equipment recycling division, which the Company purchased in November 1991. Revenues decreased in the Company's tire operations by approximately $91,000 or 9% due to an increased level of competition and the recessionary pressures. Revenues decreased by approximately $1,270,000 in the demolition and industrial cleaning division or 50.7% in part due to a general decrease in available business. In addition, during the first quarter of 1991 this division generated significant revenues from two large contracts which were substantially completed prior to 1992.

COST OF OPERATIONS AND GROSS PROFIT

Cost of operations increased by approximately $2,373,000 or 57% while the gross profit percentage decreased from 30.2% in the first quarter of 1991 to 23.0% in the first quarter of 1992. In the first three months of 1992, the Company experienced higher operating costs and increased price competition at its tire shredding division. In addition, the industrial cleaning and demolition division experienced increased competition and reduced profit margins on the contracts which it was awarded.

SELLING, GENERAL & ADMINISTRATIVE EXPENSES

Selling, general and administrative ("SG&A") expenses increased by approximately $635,000 or 59.2% from the first three months of 1991 as compared to the first three months of 1992, and increased as a percentage of sales from 18% to 20.1%. The increases in SG&A expenses resulted from expenses incurred in connection with the expansion of the Company's operations including hiring additional personnel, increases in the Company's marketing efforts and expansion of facilities.

The Company incurred interest expense of approximately $290,000 in the first three months of 1992 as compared to approximately $408,000 in the first three months of 1991, in which periods interest of approximately $145,000 and $275,000, respectively was capitalized and approximately $145,000 and $133,000 respectively was expensed. The decline in interest expense is attributable to a decrease in total long-term debt and a general decrease in average interest rates on outstanding borrowings.

The Company recorded interest income of $53,159 for the first three months of 1992 as compared to $55,550 for the first three months of 1991. This interest income was attributable to investment income relating to proceeds from the Company's

initial and secondary offerings of common stock which were not immediately required for the Company's business. Based on currently anticipated financial requirements, the Company does not expect to generate significant interest income in the last nine months of 1992.

INCOME AND TAXES

Income before taxes on income decreased from the first three months of 1991 to the first three months of 1992 as a result of the decrease in the Company's gross profit percentage and the increase in the Company's selling, general and administrative expenses. The Company's effective tax rate for 1991 was 39.7%. The Company anticipates that its effective tax for 1992 will remain at approximately 40%.

NET INCOME

Net income for the three months ended March 31, 1992 decreased by $331,625 or 87.2% as compared to the three months ended March 31, 1991 as a result of the decrease in the gross profit percentage and the increase in the Company's selling, general and administrative expenses.

LIQUIDITY AND CAPITAL RESOURCES

At March 31, 1992, the Company had working capital of approximately $6,896,000 as compared to a working capital deficiency of approximately $1,122,000 as of March 31, 1991. The improvement in working capital is attributable to the Company obtaining funds in its secondary offering in 1991 and obtaining a long-term financing agreement. The Company received net proceeds from the secondary offering of common stock of approximately $14,720,000. In September 1991, the Company entered into an agreement with Marine Midland Bank, N.A. for a three year revolving line of credit ("Revolver") in the amount of $5,000,000 expiring September 1994 at 1% over the bank's prime rate (prime rate as of March 31, 1992 was 6.5%).

Historically, the Company in connection with its bank borrowing has relied on the personal guarantee of James H. Williams, the Company's Chairman. However as a result of its improved financial condition in 1991, the Company was able to obtain new financing, including the Revolver, without his guarantee. Mr. Williams continues to guarantee substantially all of the Company's borrowings which were entered into prior to September, 1991.

As of March 31, 1992 and 1991, there was approximately $3,206,000 and $6,612,000, respectively, principal amount of short-term debt. As of March 31, 1991, approximately $3,415,000 of such debt was payable on demand. All of this debt was retired in 1991 principally through the use of the Revolver.

The Company currently believes that cash provided by operations, together with bank and other external sources of financing, will permit the Company to satisfy its projected working capital requirements and capital expenditure requirements in the near future.

Signatures

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undesigned thereunto duly authorized.

Integrated Waste Services, Inc.
Registrant

DATE May 13, 1992 BY _____
James F. Williams
Vice President

DATE May 13, 1992 BY _____
Karl F. Burgin
Principal Financial and
Accounting Officer
Controller and Vice
President-Finance